

EXHIBIT 5

PROBATE COURT 3

Cause No. 493868-401

KEMAH DEVELOPMENT, LLC

IN THE PROBATE COURT

V.,

DANIEL DROR, II AND GABRIELA
DROR, AS INDEPENDENT
EXECUTOR OF THE ESTATE OF
DANIEL DROR, DECEASEDNUMBER 3 OF
HARRIS COUNTY, TEXAS**Agreed ORDER FOR JUDICIAL MODIFICATION OF TRUST**

On Mar. 16, 2023, the Court considered the Joint Petition Petition for Judicial Modification of the Dror Family Trust ("Trust") agreement and the arguments and evidence presented by his legal counsel in support thereof. Based on the forgoing, the Court finds that it is proper to name the two separate trusts created by the Trust agreement – the "Daniel Dror, II 2023 Family Trust" ("Daniel Trust") and the "David Alexander Dror 2023 Family Trust" ("David Trust"). **IT IS THEREFORE**

ORDERED, ADJUDGED, AND DECREED that Gabriella Dror shall no longer be trustee of the Dror Family Trust, that Daniel Dror shall be the sole trustee of Daniel's Trust, and that Gabriela Dror shall be the sole trustee of David's Trust as agreed to in the Dror Family Settlement Agreement dated January 3, 2023.

FURTHER ORDERED, ADJUDGED, AND DECREED that the Trust agreement is modified to add the following provision:

Right To Use Principal Residence. Each primary beneficiary of a trust created hereunder who desires to qualify eligible real or personal property for the homestead exemption shall have the right to use and occupy such property owned by such trust as such primary beneficiary's principal residence rent free and without charge for life or until such trust terminates, whichever occurs first. Further, any such property (or any interest therein) shall be acquired by an instrument of title that describes the property with sufficient certainty to identify it and the interest acquired, and the instrument shall be recorded in the real property records of the county in which the property is located. It is the intention of the Settlor that each home owned by a trust created hereunder qualify for the homestead exemption and that the trust which owns such property is a "qualifying trust" as defined and described in Section 11.13(j) of the Texas Tax Code and, if applicable, Section 41.0021 of the Texas Property Code.

County Clerk Harris County, Texas



FURTHER ORDERED, ADJUDGED, AND DECREED that paragraph 1.5 of the Trust agreement is replaced in its entirety with the following new paragraph 1.5 as follows:

Each Beneficiary shall have the special testamentary power to appoint (outright, in trust or otherwise) all or any part of the income and principal remaining in his or her trust to or for the benefit of any one or more persons, whether related or unrelated, or to any charity or charities as such beneficiary may appoint by specific reference thereto in the beneficiary's will admitted to probate; provided, however, that such power to appoint may not be exercised in favor of the beneficiary, the beneficiary's estate, the beneficiary's creditors or the creditors of the beneficiary's estate. Such special power shall be exercisable by such Beneficiary only by specific reference in such Beneficiary's Will.

SIGNED this 16 day of March, 2023.



JUDGE PRESIDING

APPROVED AS TO FORM AND SUBSTANCE
AND ENTRY REQUESTED BY:

/s/ Michael C. Falick

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2023 MAR 17 AM 8:38


JENNIFER ROTHFELDER
COUNTY CLERK
HARRIS COUNTY TEXAS

FILED





I, Teneshia Hudspeth, County Clerk of Harris County, Texas certify that these pages are a true and correct copy of the original record filed and recorded in my office, electronically or hard copy, as it appears on this date.

Witness my official hand and seal of office
This March 27, 2023

Teneshia Hudspeth
Teneshia Hudspeth, County Clerk
Harris County, Texas

Confidential information may have been redacted from the document in compliance with the Public Information Act.

